IN THE UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF MISSISSIPPI JACKSON DIVISION

OLIVIA Y., et al. PLAINTIFFS

v. CIVIL ACTION NO. 3:04CV251LN

PHIL BRYANT, as Governor of the State of Mississippi, et al.

DEFENDANTS

UNOPPOSED MOTION FOR PLAINTIFFS' ATTORNEYS' FEES AND EXPENSES

Plaintiffs move the Court pursuant to 42 U.S.C. § 1988, and Rules 23(h) and 54(d)(2) of the Federal Rules of Civil Procedure for approval of the Parties' settlement regarding Plaintiffs' attorneys' fees and expenses in the agreed-upon amount of \$323,517.81 for the monitoring and enforcement of the Mississippi Settlement Agreement and Reform Plan ("Remedial Order"), performed on behalf of the Plaintiff Class from October 1, 2009 through December 31, 2010.

This Motion is supported by the accompanying Memorandum in Support and Exhibits.

Respectfully submitted this 7th day of February, 2012.

/s Shirim Nothenberg

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PLAINTIFFS' COUNSEL

CERTIFICATE OF SERVICE

I hereby certify that on February 7th, 2012, I electronically filed the foregoing Plaintiffs' unopposed Motion for Plaintiffs' Attorneys' Fees and Expenses using the ECF system, which sent notification of such filing to the following:

> Dewitt L. ("Rusty") Fortenberry Jr., Esq. Kenya Key Rachal, Esq. Gretchen L. Zmitrovich, Esq. Ashley Tullos Young, Esq. BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, PC 428 I-555 North Meadowbrook Office Park Jackson, Mississippi 39211 (601) 351-2400

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